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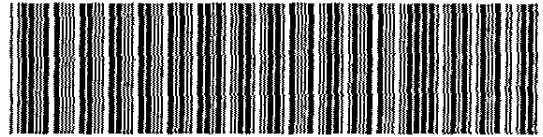
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August 9, 2004

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of Majic Productions, L.L.C.

Ladies/Gentlemen:

Enclosed for filing please find Articles of Organization of Majic Productions, L.L.C. and Acceptance of Registered Agent, together with our firm check in the amount of \$125.00 for your fee and an envelope for your convenience in forwarding the recorded Articles.

Thank you for your attention to this request.

Sincerely,

  
William H. Morrison

WHM/ik  
Enclosures

**ARTICLES OF ORGANIZATION  
OF  
MAJIC PRODUCTIONS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, *F.S. Chapter 608*, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be **MAJIC PRODUCTIONS, L.L.C.** ("Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company shall be 9 Hitching Post Lane, Casselberry, Florida 32707.

**ARTICLE III - DURATION**

The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and address of the registered agent of the company in the State of Florida is Michael Herz, 9 Hitching Post Lane, Casselberry, Florida 32707.

**ARTICLE V - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI - TERMINATION OF EXISTENCE**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VII - MANAGEMENT**

The company shall be managed by a manager in accordance with Regulations adopted by the members for the management of the business and affairs of the company. These Regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is **MICHAEL HERZ** whose address is 9 Hitching Post Lane, Casselberry, Florida 32707.

**ARTICLE VIII - EFFECTIVE DATE**

In accordance with *Section 608.409, Florida Statutes*, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.


**IN WITNESS WHEREOF**, the undersigned organizers have made and subscribed these articles of organization at Fern Park, Florida, on this 10 day of August, 2004.

  
MICHAEL HERZ, Organizer

  
MICHAEL HERZ, Applicant

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Sworn to and subscribed before me this 10 day of August, 2004, by MICHAEL HERZ.

  
Notary Public - State of Florida  
Print/Type/Stamp Name \_\_\_\_\_

Personally Known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

(SEAL)



Laurie Kersey  
My Commission DD330202  
Expires July 20, 2006

**ACCEPTANCE OF REGISTERED AGENT**

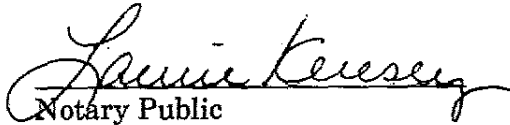
The undersigned, being the person named in the articles of organization of MAJIC PRODUCTIONS, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
\_\_\_\_\_  
MICHAEL HERZ

STATE OF FLORIDA  
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared MICHAEL HERZ, to me personally known or who produced \_\_\_\_\_ as identification and who executed the foregoing instrument and who did (did not) take an oath and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state aforesaid this 10 day of August, 2004.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



Laurie Keresey  
My Commission DD330202  
Expires July 20, 2008